



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION IX
75 Hawthorne Street
San Francisco, CA 94105

VIA UPS PRIORITY & EMAIL

July 29, 2016

Nancy Sher Cohen
Proskauer Rose LLC
2049 Century Park East
Los Angeles, CA 90067-3206

RE: Touhy Request for Declaration from United States Environmental Protection Agency, dated June 28, 2016

Dear Ms. Cohen,

In response to your June 28, 2016 "Touhy Request for Declaration from United States Environmental Protection Agency for Use in *Alcoa Inc. et al. v. APC Investment Co., et al.* No.2:14-cv-06456", please find attached an Authentication of Records, dated July 28, 2016 with six (6) records attached.

Sincerely,

A handwritten signature in black ink, appearing to read "Hope Schmeltzer", is written over a horizontal line.

Hope Schmeltzer

c: Deborah Gitin, US DOJ

Encl.

AUTHENTICATION OF RECORDS

I, John Lyons, attest that I am the Acting Assistant Director, California Site Cleanup and Enforcement Branch, Superfund Division, of the United States Environmental Protection Agency, Region IX, and that the attached documents are true correct and compared copies of the official file copies in my legal custody, consisting of:

1. Document: General Notice Letter to Stephen M. Greenlee, President, ExxonMobil Corporation
Author: Kathleen Salyer, Assistant Director, Superfund Division, U.S. Environmental Protection Agency
Date: December 18, 2013
Pages: 8
2. Document: General Notice Letter to James Stull, President, Continental Heat Treating, Inc.
Author: Kathleen Salyer, Assistant Director, Superfund Division, U.S. Environmental Protection Agency
Date: December 18, 2013
Pages: 8
3. Document: ExxonMobil Corporation Response to General Notice Letter
Author: Ramon Ecchevarria II, Counsel, ExxonMobil Corporation
Date: January 31, 2014
Pages: 6
4. Document: EPA Response to ExxonMobil January 31, 2014 Letter
Author: Harold Ball, Chief, CA/NV Private Sites Section, Superfund Division, U.S. Environmental Protection Agency
Date: June 4, 2014
Pages: 3
5. Document: Continental Heat Treating, Inc. Response to General Notice Letter
Author: Michael A. Francis, Demetriou, Del Guercio, Springer & Francis, LLP, representing Continental Heat Treating, Inc.
Date: January 24, 2014
Pages: 4

6. Document: EPA Response to January 24, 2014 Letter from Michael A. Francis representing Continental Heat Treating, Inc.
Author: Steve Berninger, Assistant Regional Counsel, U.S. Environmental Protection Agency, Region IX
Date: June 2, 2014
Pages: 2

SUBSCRIBED UNDER PENALTY OF PERJURY THIS 28 DAY OF JULY 2016.

Kathi Moore for John Lyons

Acting Assistant Director,
California Site Cleanup and Enforcement Branch,
Superfund Division

CERTIFICATION

I, Gretchen Busterud, certify that I am the Deputy Regional Counsel for the United States Environmental Protection Agency, Region IX, that I have duties in the California, Nevada, Arizona, Hawaii, Guam, American Samoa and the Commonwealth of the Northern Mariana and that the official whose signature appears above has legal custody, pursuant to 40 C.F.R. § 2.406, of the original document of which a copy is attached, as witnessed by my signature and the official seal of the United States Environmental Protection Agency, which appear below.



7/28/16
Date

Gretchen Busterud

Gretchen Busterud
Deputy Regional Counsel



**UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION IX
75 Hawthorne Street
San Francisco, CA 94105**

**GENERAL NOTICE LETTER
URGENT LEGAL MATTER
PROMPT REPLY NECESSARY
VIA FEDERAL EXPRESS**

December 18, 2013

Stephen M. Greenlee, President
ExxonMobil Oil Corporation
5959 Las Colinas Boulevard
Irving, Texas 75039

RE: General Notice Letter and Request for Information for the Omega Chemical Corporation Superfund Site in Los Angeles County, CA, and property located at 10628 Fulton Wells Ave. and 10629 Norwalk Blvd., Santa Fe Springs, CA

Dear Mr. Greenlee:

The purpose of this letter is to inform you that the U.S. Environmental Protection Agency (EPA) has determined that ExxonMobil Oil Corporation may be responsible under the Comprehensive Environmental Response, Compensation, and Liability Act (CERCLA), 42 U.S.C. § 9601, *et seq.*, commonly known as the federal "Superfund" law, for cleanup of the Omega Chemical Corporation Superfund Site (Omega Site, or Site), in Los Angeles County, California and costs EPA has incurred or will incur in cleaning up the Omega Site.

The Omega Site includes the former location of the Omega Chemical Corporation, a used solvent and refrigerant recycling, reformulation, and treatment facility located at 12504 and 12512 East Whittier Boulevard in Whittier, California. The term "Site", as used in this letter, refers to the former Omega Chemical property in Whittier, as well as the extent (i.e., plume) of contaminated groundwater emanating from the Omega Chemical property, much of which has commingled with chemicals released at other locations into a continuous plume approximately four and one-half miles long, and one and one-half miles wide.

Explanation of Potential Liability

Under CERCLA, specifically Sections 106(a) and 107(a), 42 U.S.C. §§ 9606(a), 9607(a), potentially responsible parties (PRPs) may be required to perform cleanup actions to protect the public health, welfare, or the environment. PRPs also may be responsible for costs incurred by EPA in cleaning up the Omega Site, unless the PRP can show any of the statutory defenses. PRPs include current and former owners and operators of a site, as well as persons who arranged for treatment and/or disposal of any hazardous substances found at the site (also referred to as "generators"), and persons who accepted hazardous substances for transport and selected the site to which the hazardous substances were delivered. Based on the information collected by EPA to date, EPA believes that ExxonMobil Oil Corporation may be liable under Section 107(a) of CERCLA, 42 U.S.C. § 9607(a), with respect to the Omega Site, as a current or previous owner and/or operator of the property located at 10628 Fulton Wells Avenue and 10629 Norwalk Boulevard, Santa Fe Springs, CA (Property).

In order to facilitate cleanup of hazardous substances at the Omega Site, EPA divided the Omega Site into three operable units (OUs): OU1, OU2 and OU3. OU1 includes the former Omega Chemical facility and immediate vicinity. OU2 is the extent of contamination in groundwater generally downgradient and originating from the former Omega facility, which extends approximately four and one-half miles downgradient. The OU2 contamination has commingled with chemicals released at other areas overlaying the OU2 groundwater plume. OU3 refers to vapor intrusion from subsurface contamination that has occurred in several buildings on and near the Omega Chemical property. EPA has reason to believe that contamination from the Property has contributed to contamination in the OU2 groundwater plume.

EPA has selected a cleanup approach (formally known as a remedial action) for OU2, described in a document called a Record of Decision (ROD), which EPA issued on September 20, 2011. The OU2 ROD is enclosed with this letter.

To date, EPA has taken several response actions at the Site under the authority of the Superfund Program, many of which are described below.

- During an assessment of the former Omega facility in 1995, EPA observed approximately 3,000 drums on the Omega property in various stages of deterioration. Hazardous substances were detected in subsurface soils and groundwater, including, but not limited to, tetrachloroethylene (PCE), trichloroethylene (TCE), methylene chloride, and Freons 11 and 113.
- On May 3, 1995, EPA issued an Action Memorandum authorizing actions necessary to abate an imminent and substantial endangerment at the Site, including securing the Omega Chemical property; conducting sampling; removing grossly contaminated equipment, structures, and debris; removing containerized wastes; and disposing, stabilizing and treating grossly contaminated soils.

- On May 9, 1995 and August 31, 1995, EPA issued unilateral administrative orders (UAOs) to approximately 170 “major” generator PRPs – i.e., parties that sent more than 10 tons of hazardous materials to the Omega facility -- to perform removal activities at the Omega Site. These major contributing parties thereafter formed a workgroup called the Omega Chemical Site PRP Organized Group (OPOG), and completed the required activities.
- In September 1998, EPA proposed the Site for listing on the National Priorities List (NPL), EPA’s list of the most serious uncontrolled or abandoned hazardous waste sites. The Site was placed on the NPL on January 19, 1999.
- Members of OPOG agreed to perform work under a consent decree entered by the United States District Court, Central District of California, on February 28, 2001, and amended thereafter (2001 CD). Under the 2001 CD, the settling defendants agreed to pay a portion (\$282,636) of EPA’s past costs and to perform work at the Omega Site, including groundwater extraction and treatment near the former Omega facility to contain contaminated groundwater, and a remedial investigation/feasibility study (RI/FS) addressing soils in the OU1 area. Under the 2001 CD, some defendants made payments in lieu of their direct participation in the required work.
- In August 2002, EPA issued General Notice Letters to approximately 100 additional major generator PRPs. EPA encouraged these PRPs to initiate a dialogue with OPOG concerning joining the established workgroup. The 2001 CD was amended to include parties that joined the workgroup after 2001.
- Prior to signing the 2001 CD, several PRPs withdrew from the group and elected not to sign the settlement. They formed a group that became known as the Omega Small Volume Organized Group, or OSVOG. On January 5, 2004, EPA issued a UAO to fifteen OSVOG members and three other recalcitrant parties. An amended UAO was issued on July 2, 2004. Work performed under the amended UAO included the installation of groundwater wells and sampling downgradient from the Omega Chemical property.
- On October 28, 2003, EPA sent liability notice letters to approximately 300 *de minimis* parties that sent between 3 and 10 tons of hazardous substances to the former Omega facility. In 2005, EPA settled with 171 such parties in an Administrative Order on Consent (AOC), finalized on December 12, 2005, pursuant to which EPA was compensated approximately ten million dollars.
- In April 2006, EPA required OPOG to address contaminated indoor air in a roller skating rink (Skateland), located adjacent to the Omega Chemical property. This removal action was memorialized in an amendment to the 2001 CD. OPOG subsequently funded the purchase of Skateland and demolished it in April 2007.

- In November 2006, EPA settled with 12 parties deemed to have limited ability to pay for response costs incurred and to be incurred at the Omega Site. EPA received approximately \$100,000 pursuant to that settlement.
- In November 2007, with EPA oversight, OPOG completed an RI for OU1 soils, and an FS in May 2008. In June 2008, EPA released for public comment a Proposed Plan for soil cleanup at OU1, and selected a remedial action for OU1 in an OU1 ROD on September 30, 2008. That remedy consists of a soil vapor extraction system and institutional controls.
- In June 2009, EPA sent Special Notice Letters to PRPs soliciting an offer to perform the OU1 Remedial Design/Remedial Action (RD/RA) identified in the OU1 ROD, as well as payment of EPA's unreimbursed response costs. In a CD entered by the U.S. District Court in October 2010, OPOG members agreed to design, construct and operate the OU1 soil remedy. Under the settlement, EPA was reimbursed a portion (\$1,500,000) of its past response costs and EPA's costs associated with overseeing that cleanup.
- From March 2007 to October 2009, EPA sent General Notice Letters to additional PRPs associated with nine locations overlying the OU2 plume, which contributed to OU2 contamination.
- In November 2009, EPA signed an AOC with OPOG to address the indoor air contamination in buildings in the vicinity of the former Omega facility (OU3). The AOC has been modified multiple times to encompass additional buildings and response work; these mitigation efforts are ongoing.
- As noted above, EPA selected an interim remedy for containment of the OU2 plume in EPA's OU2 interim ROD, dated September 20, 2011.
- In September 2012, EPA sent Special Notice Letters to PRPs soliciting an offer to perform the OU2 RD/RA identified in the OU2 ROD and payment of EPA's unreimbursed response costs. EPA has been meeting with representatives from many of these PRPs, to negotiate the performance of the OU2 interim work and payment of these response costs.
- EPA continues to monitor the extent of contamination in OU2, and to investigate other potential sources of contamination.

EPA's September 2012 Special Notice Letters

In issuing the September 2012 Special Notice Letters, EPA determined that use of the special notice procedures set forth in Section 122(e) of CERCLA, 42 U.S.C. § 9622(e), could facilitate a settlement between and among the PRPs and EPA. The letters sought a "good-faith offer" from PRPs and triggered a 60-day moratorium on certain EPA response activities at the Omega Site, including issuance of a UAO under Section 106, 42 U.S.C. § 9606. The letters also

included a demand that PRPs reimburse EPA for EPA's unreimbursed costs, and encouraged PRPs to voluntarily negotiate a CD in which PRPs would agree to perform the OU2 RD/RA.

To facilitate settlement, EPA twice agreed to extend the period in which we would forego issuance of a UAO. At present, we remain optimistic that a settlement among the PRPs can be achieved, and we will continue to provide additional support to the process. Although we reserve all of our enforcement options, we do not currently intend to issue a UAO prior to January 31, 2014. We urge you to discuss the status of OU2 negotiations with other PRPs, including OPOG.

Information to Assist You

To assist you in your efforts to communicate with other Omega Site PRPs and EPA, we have enclosed on a DVD a copy of one of EPA's September 2012 Special Notice Letters regarding the OU2 response work, as well as its enclosures. Our Special Notice Letters included a list of the names and addresses of other PRPs to whom we sent such letters, including the volume of hazardous substances contributed by PRPs whose liability is based entirely or in part on their status as generators under Section 107(a)(3) of CERCLA, 42 U.S.C. § 9607(a)(3). The names of these PRPs are sorted alphabetically and also by volume.

EPA was informed that certain PRPs settled with OPOG for the settlors' liability associated with the Site; consequently, EPA did not send its Special Notice Letters to such settlors. Although these settlors did not discharge their obligation directly to EPA for costs related to the Site, EPA indicated to them that it would not send a Special Notice Letter to them if it received a timely good faith offer from OPOG on behalf of these settlors. The names of these settlors also were enclosed with our Special Notice Letters.

In addition, we enclosed the three most recent fact sheets about the Omega Site with our Special Notice Letters. Additional fact sheets and further information about the Site can be found on the following EPA webpage: <http://www.epa.gov/region09/OmegaChemical>.

EPA continues to recommend that all PRPs meet to select a steering committee responsible for representing the group's interests. EPA recognizes that the allocation of responsibility among PRPs may be difficult. If PRPs are unable to reach consensus among themselves, we encourage the use of the services of a neutral third party to help allocate responsibility. Third parties are available to facilitate negotiations. At the PRPs' request, EPA will provide a list of experienced third-party mediators, or help arrange for a mediator.

For your information, OPOG's contacts are:

Larry G. Gutteridge, Esq.
(213) 430-2507

Gene A. Lucero, Esq.
(213) 891-8332

Keith F. Millhouse, Esq.
(805) 230-2280

Administrative Record

In accordance with Section 113 of CERCLA, 42 U.S.C. § 9613, EPA has established an Administrative Record containing the documents that serve as the basis for EPA's selection of the appropriate response action for the Omega Site. This Administrative Record is located at the Whittier Public Library, 7344 S. Washington Avenue, Whittier, CA, and at the U.S. EPA Superfund Records Center, 95 Hawthorne Street, 4th Floor, San Francisco, CA, (415) 536-2000. You may wish to review the Administrative Record to assist you in responding to this letter.

PRP Response and EPA Contact Person

You are encouraged to contact EPA by **January 31, 2014** to indicate your willingness to participate in negotiations concerning the Omega Site. You may respond individually or through a steering committee. If EPA does not receive a timely response, EPA will assume that you do not wish to negotiate a resolution of your liabilities in connection with the Omega Site, and that you have declined any involvement in performing the response activities.

Your response to this letter, including written proposals to perform the OU2 interim RD/RA for the Omega Site, should be sent to:

Lynda Deschambault, Remedial Project Manager
U.S. Environmental Protection Agency
75 Hawthorne Street, SFD-7-1
San Francisco, CA 94105

and:

Stephen Berninger, Assistant Regional Counsel
U.S. Environmental Protection Agency
75 Hawthorne Street, ORC-3
San Francisco, CA 94105

You may also send a response via email, to deschambault.lynda@epa.gov and berninger.stephen@epa.gov.

The factual and legal discussions in this letter are intended solely to provide notice and information, and such discussions are not to be construed as a final EPA position on any matter set forth herein. Due to the seriousness of the environmental and legal problems posed by the conditions at the Site, EPA urges that you give immediate attention and a prompt response to this letter.

Resources and Information for Small Businesses

As you may be aware, on January 11, 2002, President Bush signed into law the Superfund Small Business Liability Relief and Brownfields Revitalization Act. This Act contains several exemptions and defenses to CERCLA liability, which we suggest that all parties evaluate. You may obtain a copy of the law at <http://www.epa.gov/brownfields/laws/index.htm> and review EPA guidance regarding these exemptions at <http://cfpub.epa.gov/compliance/resources/policies/cleanup/superfund/>.

EPA has created a number of helpful resources for small businesses. EPA has established the National Compliance Assistance Clearinghouse as well as Compliance Assistance Centers, which offer various forms of resources to small businesses. You may inquire about these resources on the Agency's website at <http://www.epa.gov>. In addition, information on contacting EPA's Small Business Ombudsman is available at <http://www.epa.gov/sbo>. Finally, EPA developed a fact sheet about the Small Business Regulatory Enforcement Fairness Act, which is enclosed with this letter.

Primary Contact Designation Form

Please use the enclosed Primary Contact Designation Form to designate the most appropriate individual to receive all further correspondence on this matter on your behalf. **We request that you mail us the completed form within thirty (30) days of your receipt of this letter.**

We will continue to send future correspondence to you until we receive this form. The completed Primary Contact Designation Form should be mailed to:

Keith Olinger, Case Developer
U.S. Environmental Protection Agency
75 Hawthorne Street, SFD-7-5
San Francisco, CA 94105

Information Request

This notice letter does not affect or nullify any other legal obligations you may have regarding your facility. If you are engaged in cleanup or other activities under the direction of federal, state or local authorities, you should continue such activities as appropriate. Likewise, this notice letter has no effect on any obligations which you may have in a court of law.

Although this letter does not affect these other obligations, EPA hereby requests, by its authority under CERCLA Section 104(e), 42 U.S.C. § 9604(e), that you provide a written response reporting the status of all of those activities and obligations. The response should include a copy of all agreements and/or orders between you and other parties related to your facility, and ongoing activities and obligations. **Your response should be made in writing and submitted to EPA within thirty (30) days of receipt of this letter.** It should be directed to Keith Olinger, EPA Case Developer, at the address provided above.

Please give these matters your immediate attention, and consider consulting an attorney. If you have any questions regarding the technical aspects of this letter, please contact Lynda Deschambault, Remedial Project Manager, at (415) 947-4183, or deschambault.lynda@epa.gov. If you have an attorney handling your legal matters, please direct his or her questions to Steve Berninger, Assistant Regional Counsel, at (415) 972-3909, or berninger.stephen@epa.gov.

My staff and I look forward to working with you during the near future.

Sincerely,



Kathleen Salyer
Assistant Director, Superfund Division
California Site Cleanup Branch

Enclosure (provided on enclosed CD)

One EPA Special Notice Letter, dated September 28, 2012, and enclosures

cc (w/enclosures):

Rex Tillerson, CEO, Exxon Mobil Corporation

cc (w/o enclosures):

Larry Gutteridge, OPOG
Gene Lucero, OPOG
Keith Millhouse, OPOG
Deborah Gitin, DOJ
Steve Berninger, EPA
Lynda Deschambault, EPA
Keith Olinger, EPA



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION IX
75 Hawthorne Street
San Francisco, CA 94105

**GENERAL NOTICE LETTER
URGENT LEGAL MATTER
PROMPT REPLY NECESSARY
VIA FEDERAL EXPRESS**

December 18, 2013

James Stull, President
Continental Heat Treating, Inc.
10643 Norwalk Boulevard
Santa Fe Springs, California 90670

RE: General Notice Letter and Request for Information for the Omega Chemical Corporation Superfund Site in Los Angeles County, CA, and property located at 10643 Norwalk Boulevard, Santa Fe Springs, CA

Dear Mr. Stull:

The purpose of this letter is to inform you that the U.S. Environmental Protection Agency (EPA) has determined that Continental Heat Treating, Inc. may be responsible under the Comprehensive Environmental Response, Compensation, and Liability Act (CERCLA), 42 U.S.C. § 9601, *et seq.*, commonly known as the federal "Superfund" law, for cleanup of the Omega Chemical Corporation Superfund Site (Omega Site, or Site), in Los Angeles County, California and costs EPA has incurred or will incur in cleaning up the Omega Site.

The Omega Site includes the former location of the Omega Chemical Corporation, a used solvent and refrigerant recycling, reformulation, and treatment facility located at 12504 and 12512 East Whittier Boulevard in Whittier, California. The term "Site", as used in this letter, refers to the former Omega Chemical property in Whittier, as well as the extent (i.e., plume) of contaminated groundwater emanating from the Omega Chemical property, much of which has commingled with chemicals released at other locations into a continuous plume approximately four and one-half miles long, and one and one-half miles wide.

Explanation of Potential Liability

Under CERCLA, specifically Sections 106(a) and 107(a), 42 U.S.C. §§ 9606(a), 9607(a), potentially responsible parties (PRPs) may be required to perform cleanup actions to protect the public health, welfare, or the environment. PRPs also may be responsible for costs incurred by EPA in cleaning up the Omega Site, unless the PRP can show any of the statutory defenses. PRPs include current and former owners and operators of a site, as well as persons who arranged for treatment and/or disposal of any hazardous substances found at the site (also referred to as "generators"), and persons who accepted hazardous substances for transport and selected the site to which the hazardous substances were delivered. Based on the information collected by EPA to date, EPA believes that Continental Heat Treating, Inc. may be liable under Section 107(a) of CERCLA, 42 U.S.C. § 9607(a), with respect to the Omega Site, as a current or previous owner and/or operator of the property located at 10643 Norwalk Boulevard, Santa Fe Springs, California (Property).

In order to facilitate cleanup of hazardous substances at the Omega Site, EPA divided the Omega Site into three operable units (OUs): OU1, OU2 and OU3. OU1 includes the former Omega Chemical facility and immediate vicinity. OU2 is the extent of contamination in groundwater generally downgradient and originating from the former Omega facility, which extends approximately four and one-half miles downgradient. The OU2 contamination has commingled with chemicals released at other areas overlaying the OU2 groundwater plume. OU3 refers to vapor intrusion from subsurface contamination that has occurred in several buildings on and near the Omega Chemical property. EPA has reason to believe that contamination from the Property has contributed to contamination in the OU2 groundwater plume.

EPA has selected a cleanup approach (formally known as a remedial action) for OU2, described in a document called a Record of Decision (ROD), which EPA issued on September 20, 2011. The OU2 ROD is enclosed with this letter.

To date, EPA has taken several response actions at the Site under the authority of the Superfund Program, many of which are described below.

- During an assessment of the former Omega facility in 1995, EPA observed approximately 3,000 drums on the Omega property in various stages of deterioration. Hazardous substances were detected in subsurface soils and groundwater, including, but not limited to, tetrachloroethylene (PCE), trichloroethylene (TCE), methylene chloride, and Freons 11 and 113.
- On May 3, 1995, EPA issued an Action Memorandum authorizing actions necessary to abate an imminent and substantial endangerment at the Site, including securing the Omega Chemical property; conducting sampling; removing grossly contaminated equipment, structures, and debris; removing containerized wastes; and disposing, stabilizing and treating grossly contaminated soils.

- On May 9, 1995 and August 31, 1995, EPA issued unilateral administrative orders (UAOs) to approximately 170 “major” generator PRPs – i.e., parties that sent more than 10 tons of hazardous materials to the Omega facility -- to perform removal activities at the Omega Site. These major contributing parties thereafter formed a workgroup called the Omega Chemical Site PRP Organized Group (OPOG), and completed the required activities.
- In September 1998, EPA proposed the Site for listing on the National Priorities List (NPL), EPA’s list of the most serious uncontrolled or abandoned hazardous waste sites. The Site was placed on the NPL on January 19, 1999.
- Members of OPOG agreed to perform work under a consent decree entered by the United States District Court, Central District of California, on February 28, 2001, and amended thereafter (2001 CD). Under the 2001 CD, the settling defendants agreed to pay a portion (\$282,636) of EPA’s past costs and to perform work at the Omega Site, including groundwater extraction and treatment near the former Omega facility to contain contaminated groundwater, and a remedial investigation/feasibility study (RI/FS) addressing soils in the OU1 area. Under the 2001 CD, some defendants made payments in lieu of their direct participation in the required work.
- In August 2002, EPA issued General Notice Letters to approximately 100 additional major generator PRPs. EPA encouraged these PRPs to initiate a dialogue with OPOG concerning joining the established workgroup. The 2001 CD was amended to include parties that joined the workgroup after 2001.
- Prior to signing the 2001 CD, several PRPs withdrew from the group and elected not to sign the settlement. They formed a group that became known as the Omega Small Volume Organized Group, or OSVOG. On January 5, 2004, EPA issued a UAO to fifteen OSVOG members and three other recalcitrant parties. An amended UAO was issued on July 2, 2004. Work performed under the amended UAO included the installation of groundwater wells and sampling downgradient from the Omega Chemical property.
- On October 28, 2003, EPA sent liability notice letters to approximately 300 *de minimis* parties that sent between 3 and 10 tons of hazardous substances to the former Omega facility. In 2005, EPA settled with 171 such parties in an Administrative Order on Consent (AOC), finalized on December 12, 2005, pursuant to which EPA was compensated approximately ten million dollars.
- In April 2006, EPA required OPOG to address contaminated indoor air in a roller skating rink (Skateland), located adjacent to the Omega Chemical property. This removal action was memorialized in an amendment to the 2001 CD. OPOG subsequently funded the purchase of Skateland and demolished it in April 2007.

- In November 2006, EPA settled with 12 parties deemed to have limited ability to pay for response costs incurred and to be incurred at the Omega Site. EPA received approximately \$100,000 pursuant to that settlement.
- In November 2007, with EPA oversight, OPOG completed an RI for OU1 soils, and an FS in May 2008. In June 2008, EPA released for public comment a Proposed Plan for soil cleanup at OU1, and selected a remedial action for OU1 in an OU1 ROD on September 30, 2008. That remedy consists of a soil vapor extraction system and institutional controls.
- In June 2009, EPA sent Special Notice Letters to PRPs soliciting an offer to perform the OU1 Remedial Design/Remedial Action (RD/RA) identified in the OU1 ROD, as well as payment of EPA's unreimbursed response costs. In a CD entered by the U.S. District Court in October 2010, OPOG members agreed to design, construct and operate the OU1 soil remedy. Under the settlement, EPA was reimbursed a portion (\$1,500,000) of its past response costs and EPA's costs associated with overseeing that cleanup.
- From March 2007 to October 2009, EPA sent General Notice Letters to additional PRPs associated with nine locations overlying the OU2 plume, which contributed to OU2 contamination.
- In November 2009, EPA signed an AOC with OPOG to address the indoor air contamination in buildings in the vicinity of the former Omega facility (OU3). The AOC has been modified multiple times to encompass additional buildings and response work; these mitigation efforts are ongoing.
- As noted above, EPA selected an interim remedy for containment of the OU2 plume in EPA's OU2 interim ROD, dated September 20, 2011.
- In September 2012, EPA sent Special Notice Letters to PRPs soliciting an offer to perform the OU2 RD/RA identified in the OU2 ROD and payment of EPA's unreimbursed response costs. EPA has been meeting with representatives from many of these PRPs, to negotiate the performance of the OU2 interim work and payment of these response costs.
- EPA continues to monitor the extent of contamination in OU2, and to investigate other potential sources of contamination.

EPA's September 2012 Special Notice Letters

In issuing the September 2012 Special Notice Letters, EPA determined that use of the special notice procedures set forth in Section 122(e) of CERCLA, 42 U.S.C. § 9622(e), could facilitate a settlement between and among the PRPs and EPA. The letters sought a "good-faith offer" from PRPs and triggered a 60-day moratorium on certain EPA response activities at the Omega Site, including issuance of a UAO under Section 106, 42 U.S.C. § 9606. The letters also

included a demand that PRPs reimburse EPA for EPA's unreimbursed costs, and encouraged PRPs to voluntarily negotiate a CD in which PRPs would agree to perform the OU2 RD/RA.

To facilitate settlement, EPA twice agreed to extend the period in which we would forego issuance of a UAO. At present, we remain optimistic that a settlement among the PRPs can be achieved, and we will continue to provide additional support to the process. Although we reserve all of our enforcement options, we do not currently intend to issue a UAO prior to January 31, 2014. We urge you to discuss the status of OU2 negotiations with other PRPs, including OPOG.

Information to Assist You

To assist you in your efforts to communicate with other Omega Site PRPs and EPA, we have enclosed on a DVD a copy of one of EPA's September 2012 Special Notice Letters regarding the OU2 response work, as well as its enclosures. Our Special Notice Letters included a list of the names and addresses of other PRPs to whom we sent such letters, including the volume of hazardous substances contributed by PRPs whose liability is based entirely or in part on their status as generators under Section 107(a)(3) of CERCLA, 42 U.S.C. § 9607(a)(3). The names of these PRPs are sorted alphabetically and also by volume.

EPA was informed that certain PRPs settled with OPOG for the settlors' liability associated with the Site; consequently, EPA did not send its Special Notice Letters to such settlors. Although these settlors did not discharge their obligation directly to EPA for costs related to the Site, EPA indicated to them that it would not send a Special Notice Letter to them if it received a timely good faith offer from OPOG on behalf of these settlors. The names of these settlors also were enclosed with our Special Notice Letters.

In addition, we enclosed the three most recent fact sheets about the Omega Site with our Special Notice Letters. Additional fact sheets and further information about the Site can be found on the following EPA webpage: <http://www.epa.gov/region09/OmegaChemical>.

EPA continues to recommend that all PRPs meet to select a steering committee responsible for representing the group's interests. EPA recognizes that the allocation of responsibility among PRPs may be difficult. If PRPs are unable to reach consensus among themselves, we encourage the use of the services of a neutral third party to help allocate responsibility. Third parties are available to facilitate negotiations. At the PRPs' request, EPA will provide a list of experienced third-party mediators, or help arrange for a mediator.

For your information, OPOG's contacts are:

Larry G. Gutterridge, Esq.
(213) 430-2507

Gene A. Lucero, Esq.
(213) 891-8332

Keith F. Millhouse, Esq.
(805) 230-2280

Administrative Record

In accordance with Section 113 of CERCLA, 42 U.S.C. § 9613, EPA has established an Administrative Record containing the documents that serve as the basis for EPA's selection of the appropriate response action for the Omega Site. This Administrative Record is located at the Whittier Public Library, 7344 S. Washington Avenue, Whittier, CA, and at the U.S. EPA Superfund Records Center, 95 Hawthorne Street, 4th Floor, San Francisco, CA, (415) 536-2000. You may wish to review the Administrative Record to assist you in responding to this letter.

PRP Response and EPA Contact Person

You are encouraged to contact EPA by **January 31, 2014** to indicate your willingness to participate in negotiations concerning the Omega Site. You may respond individually or through a steering committee. If EPA does not receive a timely response, EPA will assume that you do not wish to negotiate a resolution of your liabilities in connection with the Omega Site, and that you have declined any involvement in performing the response activities.

Your response to this letter, including written proposals to perform the OU2 interim RD/RA for the Omega Site, should be sent to:

Lynda Deschambault, Remedial Project Manager
U.S. Environmental Protection Agency
75 Hawthorne Street, SFD-7-1
San Francisco, CA 94105

and:

Stephen Berninger, Assistant Regional Counsel
U.S. Environmental Protection Agency
75 Hawthorne Street, ORC-3
San Francisco, CA 94105

You may also send a response via email, to deschambault.lynda@epa.gov and berninger.stephen@epa.gov.

The factual and legal discussions in this letter are intended solely to provide notice and information, and such discussions are not to be construed as a final EPA position on any matter set forth herein. Due to the seriousness of the environmental and legal problems posed by the conditions at the Site, EPA urges that you give immediate attention and a prompt response to this letter.

Resources and Information for Small Businesses

As you may be aware, on January 11, 2002, President Bush signed into law the Superfund Small Business Liability Relief and Brownfields Revitalization Act. This Act contains several exemptions and defenses to CERCLA liability, which we suggest that all parties evaluate. You may obtain a copy of the law at <http://www.epa.gov/brownfields/laws/index.htm> and review EPA guidance regarding these exemptions at <http://cfpub.epa.gov/compliance/resources/policies/cleanup/superfund/>.

EPA has created a number of helpful resources for small businesses. EPA has established the National Compliance Assistance Clearinghouse as well as Compliance Assistance Centers, which offer various forms of resources to small businesses. You may inquire about these resources on the Agency's website at <http://www.epa.gov>. In addition, information on contacting EPA's Small Business Ombudsman is available at <http://www.epa.gov/sbo>. Finally, EPA developed a fact sheet about the Small Business Regulatory Enforcement Fairness Act, which is enclosed with this letter.

Primary Contact Designation Form

Please use the enclosed Primary Contact Designation Form to designate the most appropriate individual to receive all further correspondence on this matter on your behalf. **We request that you mail us the completed form within thirty (30) days of your receipt of this letter.**

We will continue to send future correspondence to you until we receive this form. The completed Primary Contact Designation Form should be mailed to:

Keith Olinger, Case Developer
U.S. Environmental Protection Agency
75 Hawthorne Street, SFD-7-5
San Francisco, CA 94105

Information Request

This notice letter does not affect or nullify any other legal obligations you may have regarding your facility. If you are engaged in cleanup or other activities under the direction of federal, state or local authorities, you should continue such activities as appropriate. Likewise, this notice letter has no effect on any obligations which you may have in a court of law.

Although this letter does not affect these other obligations, EPA hereby requests, by its authority under CERCLA Section 104(e), 42 U.S.C. § 9604(e), that you provide a written response reporting the status of all of those activities and obligations. The response should include a copy of all agreements and/or orders between you and other parties related to your facility, and ongoing activities and obligations. **Your response should be made in writing and submitted to EPA within thirty (30) days of receipt of this letter.** It should be directed to Keith Olinger, EPA Case Developer, at the address provided above.

Please give these matters your immediate attention, and consider consulting an attorney. If you have any questions regarding the technical aspects of this letter, please contact Lynda Deschambault, Remedial Project Manager, at (415) 947-4183, or deschambault.lynda@epa.gov. If you have an attorney handling your legal matters, please direct his or her questions to Steve Berninger, Assistant Regional Counsel, at (415) 972-3909, or berninger.stephen@epa.gov.

My staff and I look forward to working with you during the near future.

Sincerely,



Kathleen Salyer
Assistant Director, Superfund Division
California Site Cleanup Branch

Enclosure (provided on enclosed CD)

One EPA Special Notice Letter, dated September 28, 2012, and enclosures

cc (w/o enclosures):

Larry Gutteridge, OPOG
Gene Lucero, OPOG
Keith Millhouse, OPOG
Deborah Gitin, DOJ
Steve Berninger, EPA
Lynda Deschambault, EPA
Keith Olinger, EPA

Exxon Mobil Corporation

800 Bell Street
CORP-EMB-18411
Houston, Texas 77002
713 656 4486 Telephone
713 656 4892 Facsimile

Ramon L. Echevarria II

Counsel

ExxonMobil

Via Email and UPS Overnight

January 31, 2014

Lynda Deschambault, Remedial Project Manager
U.S. Environmental Protection Agency
75 Hawthorne Street, SFD-7-1
San Francisco, CA 94105

**Re: Omega Chemical Corporation Superfund Site
General Notice Letter and Request for Information
10628 Fulton Wells Avenue and 10629 Norwalk Blvd, Santa Fe Springs, CA**

Dear Ms. Deschambault:

ExxonMobil Oil Corporation ("ExxonMobil") strongly objects to the General Notice Letter and Request for Information, dated December 18, 2013 (the "Notice Letter"), related to the Omega Chemical Corporation Superfund Site (the "Site"). This is the seventh Information Request by EPA of various ExxonMobil entities which focus on property where ExxonMobil's operations ceased more than 50 years ago.

Notwithstanding, this letter and its attachment constitute the response of ExxonMobil to the Notice Letter and Request for Information. ExxonMobil thanks the EPA for extending the response to all aspects of the Notice Letter until January 31, 2014.

In 2005, ExxonMobil participated in a *de minimis* settlement with EPA for the Site which included releases from the Site. ExxonMobil's position is that the 2005 settlement covers the issues pursued by the current Notice Letter and believes it has no further liability associated with the Site.

As stated in previous 104(e) responses for the Site, ExxonMobil has not operated at the 10628 Fulton Wells Avenue and 10629 Norwalk Blvd, Santa Fe Springs, CA property (the "Property") for more than 50 years. In preparing the 104(e) responses, ExxonMobil has conducted an exhaustive record review of files in our possession. During those reviews, no documentation was identified indicating that ExxonMobil used or stored any hazardous chemicals, substances, or products at the Property.

However, without waiving that position, should the EPA demonstrate or establish a relationship between ExxonMobil and impacts to the groundwater, ExxonMobil is willing to review any additional information available regarding alleged commingling of contaminants and participate in discussions with the EPA in regard to performing the OU2 RD/RA.

CURRENT SITE ACTIVITIES

In the December 18, 2013 Notice Letter, EPA requested that ExxonMobil provide the status of all cleanup or other activities at the Property. Current investigation activities at the Property are guided by an order from the California Regional Water Quality Control Board – Los Angeles Region ("CRWQCB-LAR") dated August 24, 2010 (copy attached). ExxonMobil's environmental contractor, Cardno ERI, provides quarterly reports to EPA, most recently in November 2013, in response to EPA's February 5, 2013 letter requesting such updates.

As requested by the CRWQCB-LAR letter dated May 28, 2013, ExxonMobil submitted three reports on September 30, 2013, a Work Plan for Indoor Air Assessment, a Work Plan for Additional Site Assessment, and a Public Participation Plan. Subsequent to submission, Cardno ERI has engaged with the CRWQCB-LAR multiple times regarding the status of review and approval of the work plans, and provided additional information requested by the CRWQCB-LAR to designate all the proposed drilling locations. ExxonMobil has not yet received a written response from the CRWQCB-LAR regarding the three reports and proposed activities.

Additionally, the 2nd half 2013 groundwater monitoring event was performed on October 9 and 10, 2013, which consisted of monitoring and sampling all of the site's monitoring wells, and was coordinated with sampling of the wells at the adjacent Continental Heat Treating facility. The results of the monitoring event, including the analytical and water level gauging data, will be reported to the CRWQCB-LAR and EPA in Cardno ERI's 2nd half 2013 Groundwater Monitoring and Status Report, which will be submitted by February 15, 2014.

Further correspondence or questions regarding activities at the Property should be directed to ExxonMobil's Primary Contact (see enclosed requested Designation Form).

Respectfully,



Ramon L. Echevarria II

Attachments: LARWQB order letter to EM
Primary Contact Designation Form

cc: Stephen Berninger, Assistant Regional Counsel
U.S. Environmental Protection Agency
75 Hawthorne Street, ORC-3
San Francisco, CA 94105

Keith Olinger, Case Developer
U.S. Environmental Protection Agency
75 Hawthorne Street, SFD-7-5
San Francisco, CA 94105



EDMUND G. BROWN JR.
GOVERNOR

MATTHEW RODRIGUEZ
SECRETARY FOR
ENVIRONMENTAL PROTECTION

Los Angeles Regional Water Quality Control Board

May 28, 2013

Mr. Aaron Thom
ExxonMobil Environmental Services Co.
14950 Heathrow Forrest Parkway
GSC-MI-P022B-2
Houston, Texas 77032

CERTIFIED MAIL
RETURN RECEIPT REQUESTED
7012 1640 0000 6294 5281

SUBJECT: REQUIREMENTS FOR SUBMITTAL OF TECHNICAL REPORTS, PURSUANT TO CALIFORNIA WATER CODE SECTION 13267 ORDER

SITE: FORMER JALK FEE PROPERTY, 10607 NORWALK BOULEVARD, SANTA FE SPRINGS, CA (SCP NO. 0203, SITE ID NO. 1848000)

Dear Mr. Thom:

California Regional Water Quality Control Board, Los Angeles Region (Regional Board) staff reviewed the January 10, 2013 *Site Assessment Report* (Report) submitted by Cardno ERI on your behalf, for the referenced site. The Report was required by the Regional Board, pursuant to California Water Code (CWC) section 13267 Order dated August 24, 2010, and amended on May 11, 2012.

The Report presents the results of additional investigations conducted at the site and the adjacent property to the south (Continental Heat Treating). Ten soil borings were drilled, and seven soil vapor wells and two multi-depth groundwater wells were installed at the site. Four soil borings were drilled at Continental Heat Treating. Based upon review of the information submitted in the Report, the Regional Board has the following comments and requirements:

1. Soil vapor samples were collected at depths ranging from approximately 5 feet below ground surface (bgs) to 82 feet bgs, and analyzed for volatile organic compounds (VOCs) and total petroleum hydrocarbons (TPH). Tetrachloroethene (PCE) and Trichloroethene (TCE) were detected at concentrations up to 7,700,000 micrograms per cubic meters ($\mu\text{g}/\text{m}^3$), and 250,000 $\mu\text{g}/\text{m}^3$, respectively, in soil vapor samples collected at approximately 5 feet bgs, in the perimeter of the investigated area. These results indicate that the extent of VOCs in soil vapor is not fully delineated.
2. PCE and TCE concentrations detected in soil vapor samples collected at 5 feet bgs are above their respective California Human Health Screening Levels (CHHSLs) for residential and commercial/industrial land use scenarios. We concur with your conclusion that an evaluation of vapor intrusion into indoor air is needed. To perform this evaluation, indoor air sampling data, or existing soil vapor and shallow soil physical data may be used. If you decide to use soil vapor data, the vapor intrusion evaluation report shall be submitted by **August 30, 2013**. You shall provide all input data and calculations if modeling is conducted for the site-specific evaluation or screening purpose in this report.

MARIA MEHRANIAN, CHAIR | SAMUEL UNGER, EXECUTIVE OFFICER

320 West 4th St., Suite 200, Los Angeles, CA 90013 | www.waterboards.ca.gov/losangeles

May 28, 2013

However, if you decide to conduct indoor air sampling to complete the required vapor intrusion evaluation, you are required to submit a workplan for indoor air sampling for our review and approval.

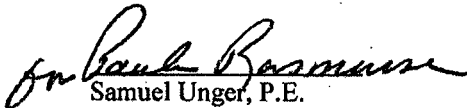
The site-specific vapor intrusion evaluation shall be conducted in accordance to the October 2011, *Final Guidance for the Evaluation and Mitigation of Subsurface Vapor Intrusion to Indoor Air*, developed by the California Department of Toxic Substances Control, or its latest version.

3. Soil samples were collected at depths ranging from approximately 10 to 212 feet bgs, and analyzed for VOCs and TPH. PCE was detected at concentrations of 1,440 micrograms per kilogram at 35 feet bgs, in the perimeter of the investigated area. This result indicates that the extent of VOCs in soil is not fully delineated.
4. Therefore, you are required to submit a workplan for additional soil vapor and soil investigations by **August 1, 2013**, for our review and approval. The scope of work to conduct indoor air sampling may be included in this workplan, if applicable.
5. Current groundwater analytical data will be evaluated along with data to be obtained from upcoming off-site investigations. Based on this evaluation, additional groundwater investigations to further delineate the VOCs plume originating from the site may be required.
6. To adequately address the public concerns and provide information to the public on progress and status of the site investigations and/or remediation, a Public Participation Plan for the site and surrounding properties shall be prepared and submitted to the Regional Board by **August 30, 2013**, for our review and approval.

The above requirements for submittal of technical reports constitute an amendment to the requirements of the California Water Code section 13267 Order originally dated August 24, 2010. All other aspects of the Order originally dated August 24, 2010, and amendments thereto, remain in full force and effect. The required technical reports are necessary to investigate the characteristics of and extent of the discharges of waste at the site and to evaluate cleanup alternatives. Therefore, the burden, including costs, of the reports bears a reasonable relationship to the need for the reports and benefits to be obtained. Pursuant to section 13268 of the California Water Code, failure to submit the required technical reports by the specified due date may result in civil liability administratively imposed by the Regional Board in an amount up to one thousand dollars (\$1000) for each day each technical report is not received.

If you have any questions, please contact Mr. Luis Changkuon at (213) 576-6667 or lchangkuon@waterboards.ca.gov.

Sincerely,


Samuel Unger, P.E.
Executive Officer

cc: See Next Page

Mr. Aaron Thom
ExxonMobil Environmental Services Co.
SCP No. 0203

- 3 -

May 28, 2013

Cc: Mr. James Anderson, Cardno ERI
Mr. John Maple
Ms. Michelle F. Smith
Mr. Thomas Clark, Coast Aluminum and Architectural Inc.
Mr. William Macnider, CSI Electric Contractors
Mr. James Stull, Continental Heat Treating
Mr. Michael Francis, Demetriou, Del Guercio, Springer & Francis, LLP
Mr. Douglas O'Donnell, The O'Donnell Group, Inc.
Mr. Terry Hathaway, Norwalk Blvd Yard, LLC
Mr. Jeremy Jungreis, Rutan & Tucker, LLP
Mr. Rick Fero, Fero Environmental Engineering, Inc.

PRIMARY CONTACT DESIGNATION FORM

ExxonMobil Oil Corporation

PLEASE COMPLETE AND RETURN THIS FORM WITHIN THIRTY CALENDAR DAYS OF RECEIPT

Please complete this form by printing or typing the requested information. If any of the information provided on this form changes after submission of the form including, but not limited to, changes in corporate relationships, please notify EPA at the address listed below as soon as possible. Thank you for your cooperation.

1. Please provide the following information for the single person who will be the above-named company's or individual's contact for all future communications (including correspondence, informational mailings, etc.) from EPA regarding Omega. You may designate a legal or other representative as the single primary contact. Please enter "N/A" if the requested information is not applicable to you.

Company/Organization/Individual Name: (only if different from above):	
Name of Designated Contact :	STEVEN ANASTOS Contact's Title: PROJECT MANAGER
Contact's Firm Name:	EXXONMOBIL ENVIRONMENTAL SERVICES CO (ENES)
Street Address (no P.O. Box):	3225 GALLOWES ROAD, ROOM 8B0824
City, State & Zip:	FAIRFAX VA 22037
Telephone Number:	703-846-3393 Fax Number:
E-mail Address:	STEVEN.P.ANASTOS@EXXONMOBIL.COM
Web-site Address:	
2. Other information: Law/Consulting Firm Name (if applicable):	N/A

3. Printed Name and Signature of Person Completing This Form

STEVEN ANASTOS	PROJECT MANAGER	ENES
Printed Name	Title	Company/Organization
SP Anast		23 JAN 14
Signature		Date

4. Please return this form to:

Keith Olinger, Case Developer
U.S. Environmental Protection Agency
75 Hawthorne Street, SFD-7-5
San Francisco, CA 94105



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION IX
75 Hawthorne Street
San Francisco, CA 94105

June 4, 2014

Via Email and U.S. Mail

Mr. Steven Anastos
Project Manager
ExxonMobil Environmental Services Co. (EMES)
3225 Gallows Rd., Rm. 8B0824
Fairfax, VA 22037
steven.p.anastos@exxonmobil.com

Re: Omega Chemical Corporation Superfund Site in Los Angeles County, CA;
General Notice Letter issued to ExxonMobil Oil Corporation regarding property
at 10628 Fulton Wells Ave. and 10629 Norwalk Blvd., Santa Fe Springs, CA

Dear Mr. Anastos:

We appreciate the January 31, 2014 letter from Mr. Ramon L. Echevarria II to Lynda Deschambault, U.S. Environmental Protection Agency (EPA) Remedial Project Manager, responding to EPA's December 18, 2013 general notice letter to ExxonMobil Oil Corporation (ExxonMobil), regarding its liability for cleanup of groundwater contamination (OU2) at the Omega Chemical Corporation Superfund Site in Los Angeles County, California (Site).

Mr. Echevarria's letter stated that ExxonMobil would be willing to review additional information regarding alleged commingling of contaminants, and participate in discussions with EPA should EPA demonstrate a relationship between ExxonMobil and impacts to the OU2 groundwater. EPA believes that the property at 10628 Fulton Wells Ave. and 10629 Norwalk Blvd., in the City of Santa Fe Springs, (the Property) has contributed to OU2 groundwater contamination and that ExxonMobil is a potentially liable party (PRP) under the Comprehensive Environmental Response, Compensation and Liability Act (CERCLA), Section 107(a)(2), 42 U.S.C. § 9607(a)(2), based on its ownership of the Property at the time of a disposal of a hazardous substance. We welcome the opportunity to arrange a telephone conference or in-person meeting with you to further discuss ExxonMobil's liability and participation in OU2 cleanup.

De Minimis Settlement

We strongly disagree with the assertion that EPA's 2005 Administrative Order on Consent (AOC), a settlement between EPA and certain *de minimis* PRPs, in which Exxon Mobil Corporation participated, resolved ExxonMobil's liability for the Property. ExxonMobil was not a signatory to that settlement. Thus, even if one assumed that the settlement encompassed a PRP's liability based on Site-related ownership or operations, as Mr. Echevarria's letter would claim, it still would not have resolved the liability of ExxonMobil. In fact, the manifested waste sent to the former Omega Chemical facility in

Whittier, which formed the basis for Exxon Mobil Corporation's participation in the settlement, did not include any waste manifested from the Property.

However, even if ExxonMobil, rather than Exxon Mobil Corporation, had been the signatory, the AOC still would not have discharged its liability for ownership and/or operation related to the Property. An argument that the "Site", to which the settlement's covenants extend, somehow also encompasses the Property, would be undercut by the very definition of the "Site" in Paragraph 6.o, which refers to the map shown in Appendix C to the settlement agreement. Clearly, the Property is not physically encompassed within the boundaries of map.

Further, an argument that the "Site" included other potential areas where contamination might later be discovered or come to be located also would fail due to the settlement's requirement in Paragraph 25 that a party certify that it accurately disclosed to EPA all information in its possession relating in any way "to the ownership, operation, or control of the Site, or to the ownership, possession, generation, treatment, transportation, storage or disposal of a hazardous substance, pollutant, or contamination at or in connection with the Site." The United States' covenant not to sue a Respondent for future liability (Paragraph 28) was conditioned on that Respondent's performance of all obligations, including the certification. We know of no information provided by ExxonMobil about the downgradient Property when asked to certify it had searched for and disclosed to EPA all information relating to the Site. The only information exchanged between the parties was information related to ExxonMobil's role as an *arranger* (also referred to as a generator) who sent waste to the Omega facility.

This is consistent with the parties' undisputed understanding at the time of the AOC that the clear intent of the settlement was to provide a release for certain parties whose liability was based on their status as arrangers under CERCLA Section 107(a)(3). As reflected in correspondence between EPA and other *de minimis* parties in the months leading up to the settlement (including Zane K. Bolen, on behalf of ExxonMobil Refining & Supply Co.), a party qualifying as a *de minimis* party was one that sent less than ten (but more than three) tons of hazardous waste to the former Omega facility. Each *de minimis* party's payment was based on its share, by weight, of the total waste disposed of at the Omega facility, multiplied by EPA's estimated total Sitewide response costs.

Disposals on the Property

As noted above, we are willing to further discuss ExxonMobil's liability and participation in Site remediation. The following demonstrates a relationship between ExxonMobil and impacts to the OU2 groundwater.

ExxonMobil and/or its predecessors began ownership of the Property in the 1920s, before which the Property was generally undeveloped, and used only for agricultural purposes. In addition to oil production operations conducted by General Petroleum Corporation, we understand that other companies began operating on the Property in 1930 (approximately). Significant solvent contamination in soil (i.e., tetrachloroethylene (PCE) at 55,000,000 micrograms per kilogram ($\mu\text{g}/\text{kg}$), and trichloroethylene (TCE) at 2,700,000 $\mu\text{g}/\text{kg}$) was detected at the Property in 1994. On numerous occasions in the 1990s, contamination in groundwater was detected at levels higher in samples at the downgradient (i.e., south-southwest) side of the Property than the upgradient side. There have been detections of PCE at depths all the way to groundwater at different locations on the Property.

Mr. Steven Anastos

Page 3

Documents generated by other regulatory agencies further demonstrate the relationship between ExxonMobil and groundwater contamination.

Finally, EPA has no reason to doubt the conclusions of the Los Angeles Regional Water Quality Control Board (RWQCB) regarding ongoing contamination at the Property. The Board revoked a 2001 no further action (NFA) determination for soil in the southern portion of the Property, stating that "residual VOCs contamination in soil have [sic] threatened groundwater quality and is a continuing on-site source for groundwater contamination." Indeed, the RWQCB's May 28, 2013 letter enclosed with Mr. Echevarria's letter reflects the ongoing nature of contamination at the Property.

We look forward to discussing this matter with you in further detail. If you have any legal questions, please feel free to have your counsel contact Steve Berninger, Assistant Regional Counsel, at berninger.stephen@epa.gov, or (415) 972-3909.

Very truly yours,



Harold Ball
Chief, CA/NV Private Sites Section
Superfund Division
U.S. Environmental Protection Agency, Region IX

cc: Ramon L. Echevarria II, Esq. (ramon.l.echevarria@exxonmobil.com)
Deborah Gitin, U.S. Department of Justice
Karl Fingerhood, U.S. Department of Justice
Lynda Deschambault, EPA Remedial Project Manager
Keith Olinger, EPA Case Developer
Steve Berninger, EPA Assistant Regional Counsel

DEMETRIOU, DEL GUERCIO, SPRINGER & FRANCIS, LLP

ATTORNEYS AT LAW

700 SOUTH FLOWER STREET, SUITE 2325
LOS ANGELES, CALIFORNIA 90017-4209

JEFFREY Z. B. SPRINGER
STEPHEN A. DEL GUERCIO
MICHAEL A. FRANCIS
BRIAN D. LANGA
JOHN E. MACKEL III
JENNIFER T. TAGGART
LESLIE M. DEL GUERCIO
TAMMY M. J. HONG

(213) 624-8407
FAX (213) 624-0174
WWW.DDSFFIRM.COM

CHRIS G. DEMETRIOU (1915-1989)
RONALD J. DEL GUERCIO (RETIRED)
RICHARD A. DEL GUERCIO (RETIRED)

SENDER'S EMAIL ADDRESS
MFRANCIS@DDSFFIRM.COM

SENDER'S DIRECT LINE
(213) 624-8407 EXT. 144

January 24, 2014

***VIA E-MAIL deschambault.lynda@epa.gov
AND CERTIFIED MAIL -
RETURN RECEIPT REQUESTED***

Ms. Lynda Deschambault
Remedial Project Manager
U.S. Environmental Protection Agency
75 Hawthorne Street, SFD-7-1
San Francisco, California 94105

***VIA E-MAIL berninger.stephen@epa.gov
AND CERTIFIED MAIL -
RETURN RECEIPT REQUESTED***

Mr. Stephen Berninger
Assistant Project Manager
U.S. Environmental Protection Agency
75 Hawthorne Street, ORC-3
San Francisco, California 94105

***VIA E-MAIL olinger.keith@epa.gov
AND CERTIFIED MAIL -
RETURN RECEIPT REQUESTED***

Mr. Keith Olinger
U.S. Environmental Protection Agency
Superfund Division
75 Hawthorne Street, SFD-7-5
San Francisco, California 94105

Re: **Continental Heat Treating, Inc. Response to December 18, 2013 U.S. EPA
General Notice Letter and Request for Information for the Omega Chemical
Corporation Superfund Site in Los Angeles County, CA and property
located at 10643 Norwalk Boulevard, Santa Fe Springs, CA ("GNL")**

Dear Ms. Deschambault, Mr. Berninger and Mr. Olinger:

By way of introduction, I represent Continental Heat Treating, Inc. ("CHT") in connection with the U.S. EPA's GNL. This letter provides CHT's response to the GNL and it provides the information requested regarding the clean-up and investigation of the CHT facility located at 10643 Norwalk Boulevard in Santa Fe Springs, California ("CHT Site").

The GNL, indicates, among other things, that EPA settled with 171 parties in an Administrative Order on Consent ("AOC"), which was finalized on December 12, 2005. CHT was one of these 171 parties that settled pursuant to this 2005 AOC. In such settlement, CHT

Ms. Lynda Deschambault
Mr. Stephen Berninger
Mr. Keith Olinger
January 24, 2014
Page 2

elected to settle its alleged liability with respect to the Omega Chemical Corporation Superfund Site ("Omega Site") pursuant to "Settlement Option A."

AOC Settlement Option A provided CHT and the other Option A Settling "Respondents" with a higher degree of settlement finality and certainty. Under Settlement Option A, the CHT payment included a premium of 100% that covered, among other risks, the risk that total response costs incurred or to be incurred at or in connection with the Omega Site by the United States, or by a private party, will exceed the estimated total response costs upon which CHT's payment was based. Under Settlement Option A, CHT received more protective covenants (including a covenant not to sue for natural resource damages, Federal Trustee's response costs, and the State of California's response costs), and the Settlement Option A covenants have more limited reservations.

Specifically, under AOC paragraph 27, the United States covenanted not to sue or take administrative action against any of the Option A Respondents, including CHT, pursuant to Section 106 or 107 of CERCLA, 42 U.S.C. §§ 9607 or 9607 relating to the Omega Site. These covenants are only limited by the applicable AOC Reservations of Rights that are set forth in AOC section XIII. (For your reference and convenience, a copy of the AOC and related documentation are enclosed.)

The costs and claims set forth in the GNL are good examples of other Omega Site risks that were resolved by the Settlement Option A.

Accordingly, CHT has already resolved its alleged liability with respect to the Omega Site. Thus, the United States', California's and any private party's claims in connection with Omega Site against CHT are barred pursuant to the AOC.

CHT Response to Information Request

The State of California Regional Water Quality Control Board ("RWQCB") is the lead agency directing, reviewing and approving the clean-up and investigation at the CHT Site.

In March 1997 a subsurface site investigation was performed at the CHT Site. This investigation produced a May 6, 1997 Site Assessment Report which was submitted to the RWQCB. The March 1997 investigation and a prior investigation identified certain volatile organic compounds ("VOCs"), including trichloroethylene ("TCE") and perchloroethylene ("PCE"), in the soil matrix and in soil gas samples collected in the area of the former PCE degreaser.

Ms. Lynda Deschambault
Mr. Stephen Berninger
Mr. Keith Olinger
January 24, 2014
Page 3

In January 2004, a soil vapor extraction test was performed near the former PCE degreaser to determine whether vapor extraction would be a viable clean-up option. Since this test suggested that vapor extraction was a viable option, a vapor extraction system was implemented. This vapor extraction system operated continuously from March 2, 2004 until September 21, 2004. Although the monitoring data showed significant reductions in the TCE and PCE levels, the concentrations of aliphatic hydrocarbons increased significantly, thereby interfering with the efficient operation of the vapor extraction system, which caused the system to be shut down. (It is believed that certain VOCs including the aliphatic hydrocarbons originated from an offsite source(s).)

Since 2010, CHT has proposed and performed, with RWQCB oversight and approval, a series of additional soil gas, soil matrix, groundwater and vapor intrusion investigations at the CHT Site. The reports associated with these investigations, among other documents, are available on the Geotracker website.¹ In addition to such reports, this Geotracker site also provides the RWQCB orders that have been issued to CHT in connection with such work performed and to be performed by CHT at the CHT site.

It is also understood that CHT's environmental consultant is providing the U.S. EPA contractor the periodic groundwater monitoring data collected from the CHT site.

CHT Primary Contacts

The primary CHT contacts to receive all future correspondence in connection with the Omega Site are:

James Stull, President
Continental Heat Treating, Inc.
10643 Norwalk Boulevard
Santa Fe Springs, California 90670

and

¹ See geotracker.waterboards.ca.gov/profile_report.asp?global_id=SLT43690688.

Ms. Lynda Deschambault
Mr. Stephen Berninger
Mr. Keith Olinger
January 24, 2014
Page 4

Michael A. Francis, Esq.
Demetriou, Del Guercio, Springer & Francis, LLP
700 South Flower Street
Suite 2325
Los Angeles, California 90017
E-mail: mfrancis@ddsffirm.com
Bus: (213) 624-8407
Fax: (213) 624-0174

Very truly yours,

A handwritten signature in black ink, appearing to read "Michael A. Francis", followed by a long horizontal line.

Michael A. Francis

MAF/blt

Enclosure

cc: Mr. James Stull (w/enc.) (Via E-mail)



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

REGION IX

75 Hawthorne Street
San Francisco, CA 94105-3901

June 2, 2014

Via Email and U.S. Mail

Michael A. Francis, Esq.
Demetriou, Del Guercio, Springer & Francis, LLP
700 South Flower Street
Suite 2325
Los Angeles, CA 90017
mfrancis@ddsffirm.com

Re: Omega Chemical Corporation Superfund Site in Los Angeles County, CA;
General Notice Letter issued to Continental Heat Treating, Inc., regarding
property at 10643 Norwalk Boulevard, Santa Fe Springs, CA

Dear Mr. Francis:

Thank you for your January 24, 2014 letter responding to the U.S. Environmental Protection Agency (EPA)'s December 18, 2013 general notice letter to Continental Heat Treating, Inc. (CHT), regarding its liability for cleanup of groundwater contamination (OU2) at the Omega Chemical Corporation Superfund Site in Los Angeles County, California (Site).

In your letter, you made several assertions regarding EPA's 2005 Administrative Order on Consent (AOC), a settlement between EPA and certain *de minimis* potentially responsible parties (PRPs), in which CHT participated. We strongly disagree that the AOC resolved CHT's liability for the property at 10643 Norwalk Boulevard, in Santa Fe Springs (Property), and would welcome the opportunity to arrange a telephone conference or in-person meeting with you to further discuss CHT's liability and participation in OU2 cleanup.

The AOC did not discharge any party's liability for that party's ownership and/or operation of a facility downgradient of the former Omega facility, such as CHT's liability as an operator at the Property at the time of a disposal, and as the current owner of the Property. An argument that the "Site", to which the AOC's covenants extend, somehow also encompasses the Property, would be undercut by the very definition of the "Site" in Paragraph 6.o, which refers to the map shown in Appendix C to the AOC. Clearly, the Property is not physically encompassed within the boundaries of that map.

Likewise, an argument that the "Site" included other potential areas where contamination might later be discovered or come to be located also would fail due to the AOC's requirement in Paragraph 25 that a party certify that it accurately disclosed to EPA all information in its possession relating in any way "to the ownership, operation, or control of the Site, or to the ownership, possession, generation,

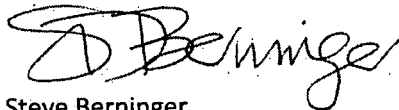
treatment, transportation, storage or disposal of a hazardous substance, pollutant, or contamination at or in connection with the Site." The United States' covenant not to sue a Respondent for future liability (Paragraph 28) was conditioned on that Respondent's performance of all obligations, including the certification. We know of no information provided by CHT about the downgradient Property when asked to certify it had searched for and disclosed to EPA all information relating to the Site. The only information exchanged between the parties was information related to CHT's role as an *arranger* (also referred to as a generator) who sent waste to the Omega facility.

This is consistent with the parties' undisputed understanding at the time of the AOC that the clear intent of the AOC was to provide a release for certain parties whose liability was based on their status as arrangers under the Comprehensive Environmental Response, Compensation and Liability Act (CERCLA) Section 107(a)(3), 42 U.S.C. § 9607(a)(3). As reflected in correspondence between EPA and other *de minimis* parties in the months leading up to the settlement (including Mr. James Stull, on behalf of CHT), a PRP qualifying as a *de minimis* party was one that sent less than ten (but more than three) tons of hazardous waste to the former Omega facility. Each *de minimis* party's payment was based on its share, by weight, of the total waste disposed of at the Omega facility, multiplied by EPA's estimated total Sitewide response costs.

EPA believes that the Property has contributed to OU2 groundwater contamination and that CHT is a PRP under CERCLA Section 107(a)(1), based on its status as a current owner and operator of a CERCLA facility, and Section 107(a)(2), as an operator at the time of a disposal.

We look forward to further discussing this matter with you. If you have any questions about this letter, please contact me at (415) 972-3909 or berninger.stephen@epa.gov.

Very truly yours,



Steve Berninger
Assistant Regional Counsel
U.S. Environmental Protection Agency, Region IX

cc: Mr. James Stull, CHT President (jcstull@continentalht.com)
Deborah Gitin, U.S. Department of Justice (via email)
Karl Fingerhood, U.S. Department of Justice (via email)
Lynda Deschambault, EPA Remedial Project Manager (via email)
Keith Olinger, EPA Case Developer (via email)